



## MEMORANDUM

TO: RUSS BLACKBURN, CITY MANAGER  
JAMES D. STOKES, CITY ATTORNEY

FROM: GREGORY J. ORAVEC, MAYOR

SUBJECT: HUMANE SOCIETY OF ST. LUCIE COUNTY "FRESH START" PROPOSAL

DATE: NOVEMBER 13, 2019

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Please find the enclosed proposal from the Humane Society of St. Lucie County for your review and consideration. I believe that the proposal has merit and, given the urgency of the issue, should be discussed by our Council and Staff at next Monday's meeting in order to determine if the Council has an interest in directing staff to formally review and pursue the proposal. I know it is short notice, but any background and analysis you can provide would be greatly appreciated. For example, I think it is important for the Council to consider how much we already invest in our animal control services and sheltering contracts; how much other communities pay for sheltering services; what we are facing moving forward; your current thoughts and recommendations; etc.

With recent exception, the Humane Society of St. Lucie County has been a valued and trusted institution since its incorporation in 1955, operating St. Lucie County's most prominent animal shelter service. Since the early 2000's, the Humane Society has become increasingly indispensable to the City of Port St. Lucie and its animal control services operation, helping the City and our citizens care for more than a thousand homeless and unwanted pets per year. Given the prominence and importance of the Humane Society to our community and the passion that so many of us share for its important mission of saving dogs, cats and other animals, it is not hard to understand why the decline of the Humane Society over the last couple of years has been so devastating to citizens, volunteers, longtime supporters and our City government.

Currently, we are at a crossroads. As we know, due to the Humane Society's Board of Directors' posture and failure to comply with basic contractual obligations and corporate best practices, the City of Port St. Lucie did not renew its contract with the Humane Society and is participating in a temporary shelter at the Treasure Coast Airport. However, it is important for us to recognize that this is a stopgap measure at best.

The Humane Society's former Savannah Road facility has been returned to the City of Fort Pierce, but it is in Fort Pierce and in need of significant renovations and a designated operator. The City of Port St. Lucie is exploring alternative solutions, including a relationship/partnership with Fort Pierce and St. Lucie County for funding a county-wide sheltering service and issuing a Request for Proposals for city-wide sheltering services. The former has the disadvantage of most likely being located outside the City of Port St. Lucie. The latter has more than one because in the absence of the City offering a kennel as a home base for the services, how many responses can we reasonably expect to

receive? Moreover, as we have learned from our experience with the temporary shelter, we should expect any such responses to cost more money and take more time than desired.

The Humane Society of St. Lucie County is still the owner of the modern shelter on Glades Cut Off Road located within the City of Port St. Lucie and convenient to all of St. Lucie County; and I have the sense that many people in the community rightly look to this facility as part of the solution for Port St. Lucie. Unfortunately, as indicated by the attached financial statements, the Humane Society of St. Lucie County is in a death spiral. They are in the red, unable to pay for basic necessities of the corporation and are in danger of going bankrupt. Further, the bank has filed a lis pendens, announcing its intent to foreclose on the property due to the Humane Society's lack of payment.

Over the last couple of years, making a greater investment in the Humane Society or revisiting the structure of the relationship did not seem to be a viable option because leaders of the local governments and longstanding financial supporters of the Humane Society could not seem to see eye to eye with the Humane Society's Board of Directors. Yet, here at the eleventh hour, the Board's leadership has changed, and the new chairwoman, Melissa McInturff, has shown a willingness to engage in open frank dialogue that puts the animals first and has resulted in the formulation of a proposal that I believe would help us do an even better job of saving our dogs and cats while also saving a valued community institution.

I look forward to discussing this matter with you further.

Thank you.

Enclosures:

1. Email from Melissa McInturff of November 11, 2019
2. Fresh Start Proposal
3. Annual Financial Statements 2016/17- 2018/19
4. Accounts Payable Summary
5. Articles of Incorporation
6. Bylaws

c: Vice Mayor & City Council  
John Bolduc, Chief of Police

## Brandon Dolan

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**From:** Melissa McInturff <melissa\_mcinturff@yahoo.com>  
**Sent:** Monday, November 11, 2019 1:57 PM  
**To:** Greg Oravec  
**Subject:** Humane Society of St. Lucie County Fresh Start Proposal  
**Attachments:** City of PSL Proposal .pdf

Good Afternoon Mayor Oravec:

I am writing to you and the City Council members and other leadership on behalf of the Humane Society of St. Lucie County; the PSL shelter specifically. The Society is long standing in the community and the name used to stand alone as an agency of resource and animal welfare. I've watched the last few treacherous years for the society and as the hole grew deeper; I stepped in to help the animals and the shelter and I'm hoping you and the City Council will step in to help as well.

The new leadership at the Society views the City of Port Saint Lucie as a partner in animal welfare, education and advocacy - that is what we would love to see in the future for this agency. With the addition of new board members, positive changes are happening every day. The welfare of the animals in our care is paramount and proving that is an easy task these days. I urge you and the council members to come and take a look at the Glades Cut-Off facility and the changes that have been made. Changes for the better will continue as well but we can't do it without the City's help.

The City of Port Saint Lucie is no longer a sleepy, retirement community. It's a bustling community these days and a bustling community should have its own shelter and animal welfare advocates. The Society wants nothing more than to continue on this path of education, resource and advocacy for the animals and families in our community. In our attempt to move forward, I present to you the "Fresh Start" Plan for the Humane Society of St. Lucie County.

You'll notice the plan entails ALL board members resign. We are all willing to resign if that means the Society can move forward in this positive direction. That being said, there are 3 of us who have only been on the board less than 60 days; myself, Wendy Cobb and Cindy Riesgo humbly request the City re-appoint us to the Board so we can finish what we set out to do. At the time of this email, we are the only board members left. No one from the previous Board of Directors exists in any capacity at the Society.

I appreciate your time and the Council's time in this matter. Should you or other council members have questions or comment, please feel free to email me or contact me at 772-812-7037. I look forward to your response.

Sincerely,

Melissa McInturff  
Board Chair  
Humane Society of St. Lucie County

**The Humane Society of St.  
Lucie County**

**Fresh Start Plan**





adopt \* foster \* volunteer



The Humane Society of St. Lucie County (Society) is under new leadership and with that; a new and positive path which benefits the animals in our community. The Society in its “heyday” was the animal welfare agency of choice by the local government and the community. Our leadership wants to restore the glory that was once the Humane Society of St. Lucie County.

New leadership is working diligently to restore the public’s opinion and support of the Society using transparency as our ally rather than our enemy. With new protocols in place, we have been able to provide the animals in our care with a better shelter life whilst waiting for their forever homes and we have been operating as a no-kill shelter as of October 1, 2019. We do not want to forget the Society’s sordid past. We have learned from it and will continue to institute changes as a result of it. We acknowledge the past as a steppingstone in moving forward into the 21<sup>st</sup> century of animal sheltering and rescuing. The Society would like to be known as a place of education, resource and advocacy for the people and animals of our community.

To date, adoptions have increased, fundraising and event planning is happening weekly in the community and on social media. Our volunteer run thrift store generates an almost 8k a month profit. We have put a diversion program in place at our shelter which reduces the return rate of animals to the shelter. The diversion program also includes the introduction of a community pet food bank which is in the works. We have developed working agreements with local community vet clinics to provide our animals with professional yet discounted veterinary services. A new relationship has been formed with the Treasure Coast Food Bank as well and they have been providing us with dog and cat food and supplies.

To continue on our current path, we need assistance from the local government; the City of Port Saint Lucie specifically. The Society views the City of Port Saint Lucie as a partner in animal welfare and would like to see a new business relationship created, for the animals of our community.

For the community and its animals, I humbly submit the attached request to the City of Port Saint Lucie’s leadership.

Sincerely,

*Melissa McInturff*

Melissa McInturff, Board Chair  
Humane Society of St. Lucie County

[illegible]

4. With the City's designees on the Board of Directors, the City will be able to step into the shoes of the Humane Society and to help reform its governance and operations over the two-year turnaround period. During this period, the parties agree that:

a. For the two-year turnaround period, the City will cover any cash-based (not depreciation-based) operating losses of the Humane Society. Any amount covered by the City will be accounted for and secured in the form of a credit, which the City can use against the cost of services provided by the Humane Society to the City and where such credit can be used in equal increments over a ten-year period starting a year after the Humane Society successfully operates in the black according to a cash-based annual profit-loss statement.

b. The City will help install governance and administrative best practices, including but not limited to an annual audit completed by a CPA.

c. The Humane Society will hire a highly experienced professional Executive Director as soon as possible.

d. The Humane Society will implement as many recommendations as possible from the "Best Friends Operational Review."

e. The Humane Society will rebuild its reputation within the community and pursue private fundraising efforts.

f. The Humane Society will amend its Bylaws so that at the completion of the two-year period, one seat on the Board of Directors shall be filled by the Mayor of Port St. Lucie or his/her designee.

g. By the end of the two-year period, all but one of the City of Port St. Lucie-appointed Board of Directors will resign allowing for the Board of Director positions to be filled in accordance with the Bylaws.

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11/08/19

Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2016 through September 2017

	Oct '16 - Sep 17
Ordinary Income/Expense	
Income	
4000 · INCOME - GOVT	
4001 · GOVERNMENT SERVICES - FT PIERCE	130,000.00
4002 · GOVERNMENT SERVICES - PSL	152,778.50
4003 · GOVERNMENT SERVICES - SLC	231,800.00
Total 4000 · INCOME - GOVT	514,578.50
4100 · INCOME - MEMBERSHIPS	
4101 · MEMBERSHIP	67,061.94
Total 4100 · INCOME - MEMBERSHIPS	67,061.94
4300 · INCOME - SERVICES	
4301 · SALES OF CREMATION BAGS	555.00
4303 · PRIVATE CREMATIONS	1,901.00
4304 · PRIVATE EUTHANISA	3,826.00
4305 · RETURN TO OWNER FEE	6,240.00
4306 · ADOPTIONS SPAY/NEUTER FEE	59,471.35
4308 · MICRO CHIPS	10,155.00
4309 · RABIES SHOTS	22,888.00
4310 · HEARTWORM / FLEA CONTROL	70,834.44
4311 · OTI	216.00
4312 · HOLDING FEE NON REFUNDABLE	380.00
4313 · CLINIC	89,351.99
4314 · PETCO	3,784.00
4317 · OUTSIDE ADOPTIONS	1,692.00
4804 · BOARDING/OVERNITE	7,247.89
Total 4300 · INCOME - SERVICES	278,542.67
4440 · INCOME - GRANTS & EDUCATION	
4402 · SALE OF T-SHIRTS	211.00
4450 · PEGUSAS	2,500.00
Total 4440 · INCOME - GRANTS & EDUCATION	2,711.00
4600 · INCOME - FUNDRAISING	
4601 · FOSTERING - DOG	7,169.08
4602 · FOSTERING - CAT	1,742.14
4603 · PET CANISTERS	11,707.31
4604 · DONATIONS	112,021.85
4605 · MEMORIALS	7,772.00
4606 · FUR BALL	91,071.00
4608 · SPECIAL MEDICAL	541.00
4609 · GENERAL FUND RAISING	3,516.75
4614 · PET EXPO	0.00
4616 · YARD SALE	302.34

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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2016 through September 2017

	Oct '16 - Sep 17
4617 · DOG WALK	3,573.30
4619 · GOLF TOURNAMENT	15,961.00
4620 · BRICKS	200.00
4623 · SOS PUBLIC APPEAL	129.84
4624 · THRIFT STORE	75,273.68
4625 · HURRICANE	500.00
4626 · CHAMBER BASH	1,262.00
4627 · NIKKI FUND	1,370.00
4628 · FORT PIERCE SHELTER MAINTANCE	14,783.61
<b>Total 4600 · INCOME - FUNDRAISING</b>	<b>348,896.90</b>
4700 · INCOME - INTEREST	
4745 · INTEREST INCOME	312.95
<b>Total 4700 · INCOME - INTEREST</b>	<b>312.95</b>
4800 · INCOME - MISCELLANEOUS	
4806 · OVERAGE ( DAILY WORK MONEY OVER	1,932.88
4807 · OTHER / T SHIRTS / E COLLARS	13,533.36
4808 · SURCHARGE CREDIT CARD	778.97
<b>Total 4800 · INCOME - MISCELLANEOUS</b>	<b>16,245.21</b>
<b>Total Income</b>	<b>1,228,349.17</b>
<b>Gross Profit</b>	<b>1,228,349.17</b>
<b>Expense</b>	
5000 · SALARY/WAGES AND RELATED COSTS	
5010 · SALARY AND WAGES	
5011 · ADMINISTRATIVE	87,589.55
5014 · MAINTENANCE	32,020.55
5016 · SURGERY CENTER	120,751.23
5017 · CLERICAL	29,568.97
<b>Total 5010 · SALARY AND WAGES</b>	<b>269,930.30</b>
5020 · PAYROLL TAXES	
5021 · ADMINISTRATION	6,614.69
5022 · SHELTER	19,868.46
5024 · MAINTENANCE	2,550.14
5026 · CLINIC CENTER	8,906.69
5027 · CLERICAL	2,423.83
5020 · PAYROLL TAXES - Other	86.28
<b>Total 5020 · PAYROLL TAXES</b>	<b>40,450.09</b>
5030 · EMPLOYEE INSURANCE	

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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2016 through September 2017

	Oct '16 - Sep 17
5036 · CLINIC	0.00
Total 5030 · EMPLOYEE INSURANCE	0.00
5040 · WORKMANS COMPENSATION	
5041 · ADMINISTRATION	391.44
5042 · SHELTER	7,535.04
5044 · MAINTENANCE	684.96
5046 · CLINIC	1,174.32
Total 5040 · WORKMANS COMPENSATION	9,785.76
Total 5000 · SALARY/WAGES AND RELATED COSTS	320,166.15
5100 · ADMINISTRATIVE	
5110 · Tax Preparation	1,250.00
5112 · BANK & CREDIT CARD FEES	14,579.14
5114 · BOARD EXPENSES	2,820.38
5120 · DUES & SUBSCRIPTIONS	1,407.92
5121 · AMORTIZATION	433.33
5122 · DEPRECIATION	125,335.59
5124 · EMPLOYEE EXPENSE	1,104.90
5126 · EQUIPMENT RENT/LEASE	17,005.07
5132 · INSURANCE- DIRECTORS & OFFICERS	4,176.96
5134 · INSURANCE- GENERAL & LIABILITY	14,713.04
5135 · VOLUNTEER INSURANCE	300.00
5138 · LEGAL	0.00
5139 · INTEREST EXPENSE	47,855.17
5140 · LICENSES & FEES	2,211.98
5142 · POSTAGE GENERAL	8,223.69
5146 · PRINTING	9,205.24
5148 · PROGRAMING- WEB SITE	2,489.54
5150 · PROGRAMMING - COMPUTERS	5,877.62
5152 · SECURITY	7,877.63
5154 · SUPPLIES - OPERATING	4,423.83
5156 · SUPPLIES - COMPUTER	666.67
5158 · STAFF MILEAGE	4,362.36
5160 · TELEPHONE-MOBILE	2,767.91
5162 · TELEPHONE & FAX	24,334.89
5164 · TUITION	0.00
5165 · THRIFT STORE LEASE PAYMENT	16,500.00
Total 5100 · ADMINISTRATIVE	319,922.86
5200 · SHELTER OPERATIONS	
5216 · ADOPTION RETURNS REFUNDS	640.00
5218 · ANIMAL EQUIPMENT	0.00
5220 · CREMATORY SERVICES	10,437.44
5222 · DRUG TESTING	0.00



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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2016 through September 2017

	Oct '16 - Sep 17
5226 · EMERGENCY SPECIAL TREATMENT	8,216.64
5227 · VMC SETTLEMENT DR. GERAGHTY	5,000.00
5238 · SPAY/NEUTER ADOPTIONS	0.00
5242 · SUPPLIES - CLEANING	26,304.31
5246 · SUPPLIES - MEDICAL	103,127.21
5250 · SUPPLIES - PET FOOD	28,787.03
5252 · SUPPLIES - SAFETY	6,152.33
5254 · UNIFORMS	0.00
5256 · UTILITIES - ELECTRIC	45,877.97
5258 · UTILITIES - GARBAGE	4,983.96
5260 · UTILITIES - GAS HEAT	4,258.23
5262 · UTILITIES - SEWER & WATER	17,707.61
5200 · SHELTER OPERATIONS - Other	265,117.82
<b>Total 5200 · SHELTER OPERATIONS</b>	<b>526,610.55</b>
5300 · BUILDING & MAINTENANCE	
5312 · EQUIPMENT - NEW (NON CAP)	868.36
5314 · MAINTENANCE - BUILDING	6,991.26
5316 · MAINTENANCE - EQUIPMENT	169.86
5318 · MAINTENANCE - GROUNDS	7,944.77
5320 · PROPERTY TAX	3,860.26
<b>Total 5300 · BUILDING &amp; MAINTENANCE</b>	<b>19,834.51</b>
5400 · VEHICLE EXPENSES	
5412 · FUEL/VAN-TRUCK-WINN.	3,675.06
5414 · INSURANCE	7,962.00
5416 · LICENSES	315.75
5418 · MAINTENANCE	3,105.00
<b>Total 5400 · VEHICLE EXPENSES</b>	<b>15,057.81</b>
5500 · SURGERY CENTER EXP	
5512 · MEDICINE CLINIC	46,647.70
5514 · VET SERVICES PURCHASED	26,830.00
5516 · SUPPLIES CLINIC	23,507.82
<b>Total 5500 · SURGERY CENTER EXP</b>	<b>96,985.52</b>
5600 · FUNDRAISING	
5617 · DOG WALK	1,744.15
5618 · FUR BALL	28,310.72
5619 · CAPITAL CAMPAIGN COSTS	0.00
5620 · GENERAL FUND RAISING EXP	33,451.26
5621 · TREASURE COAST BBQ CHAMPIONSHIP	0.00
5623 · PETCO	3.80
5624 · GOLF TOURNAMENT	7,376.21
5625 · BRICKS	65.00

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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2016 through September 2017

	Oct '16 - Sep 17
5636 · VOLUNTEERS EXP.	525.43
5638 · FOSTER EXPENSE	1,034.62
5640 · PLANNED GIVING PROGRAM	25.00
5641 · Hurricane expence	182.47
<b>Total 5600 · FUNDRAISING</b>	<b>72,718.66</b>
5650 · MARKETING & PROMOTION	
5651 · PUBLIC RELATIONS/NEWSLETTER	
5654 · CHAMBER BASH EXPENSE	4,387.40
<b>Total 5651 · PUBLIC RELATIONS/NEWSLETTER</b>	<b>4,387.40</b>
5652 · MERCHANDISE	0.00
5653 · T-SHIRTS	370.00
5650 · MARKETING & PROMOTION - Other	730.00
<b>Total 5650 · MARKETING &amp; PROMOTION</b>	<b>5,487.40</b>
5700 · CAPITAL EXPENDITURES	
5714 · CAPITAL EXPENDITURES-BUILDING	8,596.00
5716 · CAPITAL EXPENDITURES-SHELTER	3,329.99
5718 · CAPITAL EXPENDITURES-SURGERY	4,287.50
<b>Total 5700 · CAPITAL EXPENDITURES</b>	<b>16,213.49</b>
<b>Total Expense</b>	<b>1,392,996.95</b>
<b>Net Ordinary Income</b>	<b>-164,647.78</b>
Other Income/Expense	
Other Income	
7000 · BEQUEST	5,000.00
<b>Total Other Income</b>	<b>5,000.00</b>
<b>Net Other Income</b>	<b>5,000.00</b>
<b>Net Income</b>	<b>-159,647.78</b>

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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2017 through September 2018

	Oct '17 - Sep 18
Ordinary Income/Expense	
Income	
4000 · INCOME - GOVT	
4001 · GOVERNMENT SERVICES - FT PIERCE	130,000.00
4002 · GOVERNMENT SERVICES - PSL	159,599.96
4003 · GOVERNMENT SERVICES - SLC	232,640.00
Total 4000 · INCOME - GOVT	522,239.96
4100 · INCOME -MEMBERSHIPS	
4101 · MEMBERSHIP	52,931.46
Total 4100 · INCOME -MEMBERSHIPS	52,931.46
4300 · INCOME - SERVICES	
4303 · PRIVATE CREMATIONS	502.75
4304 · PRIVATE EUTHANISA	4,810.30
4305 · RETURN TO OWNER FEE	0.00
4306 · ADOPTIONS SPAY/NEUTER FEE	71,232.75
4308 · MICRO CHIPS	2,925.00
4309 · RABIES SHOTS	17,449.40
4310 · HEARTWORM / FLEA CONTROL	62,207.67
4311 · OTI	0.00
4312 · HOLDING FEE NON REFUNDABLE	565.00
4313 · CLINIC	77,012.15
4314 · PETCO	395.00
4317 · OUTSIDE ADOPTIONS	1,260.00
4506 · PSL A C EMERGENCY VET SERVICES	10,000.00
4804 · BOARDING/OVERNITE	10,802.43
Total 4300 · INCOME - SERVICES	259,162.45
4440 · INCOME - GRANTS & EDUCATION	
4402 · SALE OF T-SHIRTS	21.00
Total 4440 · INCOME - GRANTS & EDUCATION	21.00
4600 · INCOME - FUNDRAISING	
4601 · FOSTERING - DOG	2,379.88
4602 · FOSTERING - CAT	1,150.27
4603 · PET CANISTERS	11,490.32
4604 · DONATIONS	106,936.37
4605 · MEMORIALS	10,136.62
4606 · FUR BALL	68,340.88
4609 · GENERAL FUND RAISING	9,902.85
4614 · PET EXPO	0.00
4616 · YARD SALE	194.00
4617 · DOG WALK	6,534.90
4619 · GOLF TOURNAMENT	19,968.00

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**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2017 through September 2018

	Oct '17 - Sep 18
4620 · BRICKS	200.00
4622 · GRANTS SPECIAL	53,240.00
4624 · THRIFT STORE	74,567.99
4625 · HURRICANE	0.00
4628 · FORT PIERCE SHELTER MAINTANCE	200.00
4629 · HAL ROBERTS WEDDING	50.00
4652 · PAWS FOR RECOVERY	2,650.00
Total 4600 · INCOME - FUNDRAISING	367,942.08
4700 · INCOME - INTEREST	
4745 · INTEREST INCOME	85.30
Total 4700 · INCOME - INTEREST	85.30
4800 · INCOME - MISCELLANEOUS	
4806 · OVERAGE ( DAILY WORK MONEY OVER	2,449.83
4807 · OTHER / T SHIRTS / E COLLARS	16,810.05
4808 · SURCHARGE CREDIT CARD	3,512.05
Total 4800 · INCOME - MISCELLANEOUS	22,771.93
Total Income	1,225,154.18
Gross Profit	1,225,154.18
Expense	
5000 · SALARY/WAGES AND RELATED COSTS	
5010 · SALARY AND WAGES	
5011 · ADMINISTRATIVE	87,974.90
5014 · MAINTENANCE	26,044.19
5016 · SURGERY CENTER	111,585.03
5017 · CLERICAL	30,304.41
Total 5010 · SALARY AND WAGES	255,908.53
5020 · PAYROLL TAXES	
5021 · ADMINISTRATION	6,826.52
5022 · SHELTER	17,387.80
5024 · MAINTENANCE	2,045.84
5026 · CLINIC CENTER	8,550.54
5027 · CLERICAL	2,359.40
5020 · PAYROLL TAXES - Other	43.14
Total 5020 · PAYROLL TAXES	37,213.24
5030 · EMPLOYEE INSURANCE	
5036 · CLINIC	0.00
Total 5030 · EMPLOYEE INSURANCE	0.00

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 October 2017 through September 2018

	Oct '17 - Sep 18
5040 · WORKMANS COMPENSATION	
5041 · ADMINISTRATION	391.44
5042 · SHELTER	26,482.49
5044 · MAINTENANCE	684.96
5046 · CLINIC	1,174.32
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Total 5040 · WORKMANS COMPENSATION	28,733.21
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Total 5000 · SALARY/WAGES AND RELATED COSTS	321,854.98
5100 · ADMINISTRATIVE	
5110 · Tax Preparation	1,250.00
5112 · BANK & CREDIT CARD FEES	17,960.52
5114 · BOARD EXPENSES	639.12
5120 · DUES & SUBSCRIPTIONS	896.27
5121 · AMORTIZATION	433.33
5122 · DEPRECIATION	124,884.00
5124 · EMPLOYEE EXPENSE	1,847.90
5126 · EQUIPMENT RENT/LEASE	16,363.00
5132 · INSURANCE- DIRECTORS & OFFICERS	8,354.66
5134 · INSURANCE- GENERAL & LIABILITY	35,751.09
5135 · VOLUNTEER INSURANCE	300.00
5139 · INTEREST EXPENSE	50,269.41
5140 · LICENSES & FEES	3,826.90
5142 · POSTAGE GENERAL	7,447.35
5144 · P.O. BOX RENT	314.00
5146 · PRINTING	3,416.15
5148 · PROGRAMING- WEB SITE	1,813.00
5150 · PROGRAMMING - COMPUTERS	4,905.04
5152 · SECURITY	8,287.80
5154 · SUPPLIES - OPERATING	2,392.60
5156 · SUPPLIES - COMPUTER	1,717.11
5158 · STAFF MILEAGE	4,538.97
5160 · TELEPHONE-MOBILE	2,853.63
5162 · TELEPHONE & FAX	25,740.59
5164 · TUITION	0.00
5165 · THRIFT STORE LEASE PAYMENT	16,325.00
	<hr/>
Total 5100 · ADMINISTRATIVE	342,527.44
5200 · SHELTER OPERATIONS	
5216 · ADOPTION RETURNS REFUNDS	159.27
5218 · ANIMAL EQUIPMENT	0.00
5220 · CREMATORY SERVICES	10,144.25
5222 · DRUG TESTING	0.00
5226 · EMERGENCY SPECIAL TREATMENT	25,510.73
5227 · VMC SETTLEMENT DR. GERAGHTY	8,344.00
5238 · SPAY/NEUTER ADOPTIONS	0.00

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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2017 through September 2018

	Oct '17 - Sep 18
5242 · SUPPLIES - CLEANING	27,835.83
5244 · SUPPLIES - CREMATORY BAGS	4,430.69
5246 · SUPPLIES - MEDICAL	111,414.92
5250 · SUPPLIES - PET FOOD	28,320.33
5252 · SUPPLIES - SAFETY	6,000.34
5254 · UNIFORMS	61.78
5256 · UTILITIES - ELECTRIC	45,453.44
5258 · UTILITIES - GARBAGE	5,743.55
5260 · UTILITIES - GAS HEAT	2,414.12
5262 · UTILITIES - SEWER & WATER	25,499.34
5200 · SHELTER OPERATIONS - Other	182,327.99
<b>Total 5200 · SHELTER OPERATIONS</b>	<b>483,660.58</b>
5300 · BUILDING & MAINTENANCE	
5312 · EQUIPMENT - NEW (NON CAP)	0.00
5314 · MAINTENANCE - BUILDING	3,599.45
5316 · MAINTENANCE - EQUIPMENT	550.00
5318 · MAINTENANCE - GROUNDS	5,913.34
5320 · PROPERTY TAX	3,982.42
<b>Total 5300 · BUILDING &amp; MAINTENANCE</b>	<b>14,045.21</b>
5400 · VEHICLE EXPENSES	
5412 · FUEL/VAN-TRUCK-WINN.	3,131.91
5414 · INSURANCE	7,124.84
5416 · LICENSES	248.25
5418 · MAINTENANCE	3,111.84
<b>Total 5400 · VEHICLE EXPENSES</b>	<b>13,616.84</b>
5500 · SURGERY CENTER EXP	
5512 · MEDICINE CLINIC	57,432.86
5514 · VET SERVICES PURCHASED	46,214.95
5516 · SUPPLIES CLINIC	31,637.88
5517 · SPAY & NEUTER ALLIANCE	0.00
<b>Total 5500 · SURGERY CENTER EXP</b>	<b>135,285.69</b>
5600 · FUNDRAISING	
5617 · DOG WALK	2,447.69
5618 · FUR BALL	19,996.74
5619 · CAPITAL CAMPAIGN COSTS	0.00
5620 · GENERAL FUND RAISING EXP	22,564.92
5621 · TREASURE COAST BBQ CHAMPIONSHIP	0.00
5623 · PETCO	137.91
5624 · GOLF TOURNAMENT	10,437.90
5625 · BRICKS	235.50
5636 · VOLUNTEERS EXP.	433.15



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Accrual Basis

## HUMANE SOCIETY OF ST LUCIE CO

## Profit &amp; Loss Month

October 2017 through September 2018

	Oct '17 - Sep 18
5638 · FOSTER EXPENSE	988.34
5640 · PLANNED GIVING PROGRAM	0.00
5641 · Hurricane expence	24.92
5642 · PAWS FOR RECOVERY EXPENSE	1,434.02
Total 5600 · FUNDRAISING	58,701.09
5650 · MARKETING & PROMOTION	
5651 · PUBLIC RELATIONS/NEWSLETTER	
5654 · CHAMBER BASH EXPENSE	1,260.45
Total 5651 · PUBLIC RELATIONS/NEWSLETTER	1,260.45
5652 · MERCHANDISE	0.00
5653 · T-SHIRTS	716.00
Total 5650 · MARKETING & PROMOTION	1,976.45
5700 · CAPITAL EXPENDITURES	
5714 · CAPITAL EXPENDITURES-BUILDING	2,451.68
5716 · CAPITAL EXPENDITURES-SHELTER	0.00
5718 · CAPITAL EXPENDITURES-SURGERY	0.00
Total 5700 · CAPITAL EXPENDITURES	2,451.68
Total Expense	1,374,119.96
Net Ordinary Income	-148,965.78
Other Income/Expense	
Other Income	
7000 · BEQUEST	195,707.69
Total Other Income	195,707.69
Net Other Income	195,707.69
Net Income	46,741.91

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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2018 through September 2019

	Oct '18 - Sep 19
Ordinary Income/Expense	
Income	
4000 · INCOME - GOVT	
4001 · GOVERNMENT SERVICES - FT PIERCE	144,083.42
4002 · GOVERNMENT SERVICES - PSL	154,199.30
4003 · GOVERNMENT SERVICES - SLC	237,739.96
Total 4000 · INCOME - GOVT	536,022.68
4100 · INCOME - MEMBERSHIPS	
4101 · MEMBERSHIP	35,275.00
Total 4100 · INCOME - MEMBERSHIPS	35,275.00
4300 · INCOME - SERVICES	
4303 · PRIVATE CREMATIONS	1,087.00
4304 · PRIVATE EUTHANISA	4,310.00
4305 · RETURN TO OWNER FEE	0.00
4306 · ADOPTIONS SPAY/NEUTER FEE	61,216.60
4307 · ADOPTIONS	13,834.20
4308 · MICRO CHIPS	695.00
4309 · RABIES SHOTS	2,160.00
4310 · HEARTWORM / FLEA CONTROL	29,374.71
4311 · OTI	2,165.00
4312 · HOLDING FEE NON REFUNDABLE	1,918.20
4313 · CLINIC	62,574.16
4314 · PETCO	140.00
4317 · OUTSIDE ADOPTIONS	40.00
4319 · QUARANTINE	1,700.00
4506 · PSL A C EMERGENCY VET SERVICES	6,149.77
4804 · BOARDING/OVERNITE	11,470.62
4805 · X RAY MACHINE	62.00
4300 · INCOME - SERVICES - Other	50.00
Total 4300 · INCOME - SERVICES	198,947.26
4600 · INCOME - FUNDRAISING	
4601 · FOSTERING - DOG	35.00
4602 · FOSTERING - CAT	765.19
4603 · PET CANISTERS	5,424.64
4604 · DONATIONS	92,248.57
4605 · MEMORIALS	1,110.00
4606 · FUR BALL	2,500.00
4608 · SPECIAL MEDICAL	250.00
4609 · GENERAL FUND RAISING	6,454.71
4616 · YARD SALE	0.00
4617 · DOG WALK	6,132.08
4619 · GOLF TOURNAMENT	6,224.00
4620 · BRICKS	0.00

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Accrual Basis

## HUMANE SOCIETY OF ST LUCIE CO

## Profit &amp; Loss Month

October 2018 through September 2019

	Oct '18 - Sep 19
4623 · SOS PUBLIC APPEAL	0.00
4624 · THRIFT STORE	80,212.33
4625 · HURRICANE	0.00
4651 · SUMMER FUNDRAISER MAILER 2019	2,515.00
4652 · PAWS FOR RECOVERY	800.00
4653 · CHESTNUT FUND	5,812.74
4654 · SPRING INTO ACTION MAILER	6,338.00
4655 · TAX EXEMPT SALES THRIFT SHOP	147.00
4656 · DONATIONS - SUNCOAST TEXTILE	214.38
4657 · TAIL WAGGIN CLUB	60.00
4600 · INCOME - FUNDRAISING - Other	-18.24
Total 4600 · INCOME - FUNDRAISING	217,225.40
4700 · INCOME - INTEREST	
4745 · INTEREST INCOME	53.28
Total 4700 · INCOME - INTEREST	53.28
4800 · INCOME - MISCELLANEOUS	
4806 · OVERAGE ( DAILY WORK MONEY OVER	2,300.91
4807 · OTHER / T SHIRTS / E COLLARS	30,629.08
4808 · SURCHARGE CREDIT CARD	1,563.05
4800 · INCOME - MISCELLANEOUS - Other	1,949.42
Total 4800 · INCOME - MISCELLANEOUS	36,442.46
Total Income	1,023,966.08
Gross Profit	1,023,966.08
Expense	
5000 · SALARY/WAGES AND RELATED COSTS	
5010 · SALARY AND WAGES	
5013 · CLINIC	6,592.07
5015 · SURGERY VET SALARY	18,865.47
5011 · ADMINISTRATIVE	67,942.49
5012 · SHELTER OPERATIONS	79,509.53
5014 · MAINTENANCE	18,231.46
5016 · SURGERY CENTER	102,650.79
5017 · CLERICAL	58,254.90
Total 5010 · SALARY AND WAGES	352,046.71
5020 · PAYROLL TAXES	
5021 · ADMINISTRATION	5,978.13
5022 · SHELTER	15,948.07
5024 · MAINTENANCE	723.51
5026 · CLINIC CENTER	11,142.62
5027 · CLERICAL	3,572.57

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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
**October 2018 through September 2019**

	Oct '18 - Sep 19
5020 · PAYROLL TAXES - Other	-1,230.60
Total 5020 · PAYROLL TAXES	36,134.30
5030 · EMPLOYEE INSURANCE	
5036 · CLINIC	0.00
Total 5030 · EMPLOYEE INSURANCE	0.00
5040 · WORKMANS COMPENSATION	
5041 · ADMINISTRATION	163.10
5042 · SHELTER	3,139.60
5044 · MAINTENANCE	285.40
5046 · CLINIC	489.30
Total 5040 · WORKMANS COMPENSATION	4,077.40
Total 5000 · SALARY/WAGES AND RELATED COSTS	392,258.41
5100 · ADMINISTRATIVE	
5110 · Tax Preparation	1,250.00
5112 · BANK & CREDIT CARD FEES	10,987.49
5113 · LATE FEE	273.37
5114 · BOARD EXPENSES	1,336.30
5120 · DUES & SUBSCRIPTIONS	2,021.04
5124 · EMPLOYEE EXPENSE	2,109.07
5126 · EQUIPMENT RENT/LEASE	8,373.37
5132 · INSURANCE- DIRECTORS & OFFICERS	1,740.40
5134 · INSURANCE- GENERAL & LIABILITY	6,585.35
5135 · VOLUNTEER INSURANCE	125.00
5139 · INTEREST EXPENSE	54,002.92
5140 · LICENSES & FEES	2,573.55
5142 · POSTAGE GENERAL	6,353.39
5144 · P.O. BOX RENT	338.00
5146 · PRINTING	10,278.81
5148 · PROGRAMING- WEB SITE	3,327.90
5150 · PROGRAMMING - COMPUTERS	3,995.20
5152 · SECURITY	9,316.58
5154 · SUPPLIES - OPERATING	2,616.66
5156 · SUPPLIES - COMPUTER	2,619.89
5158 · STAFF MILEAGE	3,880.72
5160 · TELEPHONE-MOBILE	3,271.76
5162 · TELEPHONE & FAX	35,210.98
5164 · TUITION	0.00
5165 · THRIFT STORE LEASE PAYMENT	19,500.00
5166 · PAYROLL PROCESSING FEE	295.38
5167 · MOVE/CLOSE FP	-377.01

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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2018 through September 2019

	Oct '18 - Sep 19
Total 5100 · ADMINISTRATIVE	192,006.12
5200 · SHELTER OPERATIONS	
5216 · ADOPTION RETURNS REFUNDS	18.85
5218 · ANIMAL EQUIPMENT	330.73
5220 · CREMATORY SERVICES	8,756.15
5222 · DRUG TESTING	50.00
5226 · EMERGENCY SPECIAL TREATMENT	18,288.45
5227 · VMC SETTLEMENT DR. GERAGHTY	0.00
5232 · RABIES SHOTS	1,405.00
5238 · SPAY/NEUTER ADOPTIONS	0.00
5242 · SUPPLIES - CLEANING	29,687.23
5246 · SUPPLIES - MEDICAL	101,362.43
5250 · SUPPLIES - PET FOOD	28,740.64
5252 · SUPPLIES - SAFETY	2,615.12
5254 · UNIFORMS	0.00
5256 · UTILITIES - ELECTRIC	48,983.28
5258 · UTILITIES - GARBAGE	5,023.42
5260 · UTILITIES - GAS HEAT	1,946.94
5262 · UTILITIES - SEWER & WATER	20,723.64
5200 · SHELTER OPERATIONS - Other	144,448.28
Total 5200 · SHELTER OPERATIONS	412,380.16
5300 · BUILDING & MAINTENANCE	
5312 · EQUIPMENT - NEW (NON CAP)	136.98
5314 · MAINTENANCE - BUILDING	4,236.99
5316 · MAINTENANCE - EQUIPMENT	1,378.00
5318 · MAINTENANCE - GROUNDS	6,500.81
5320 · PROPERTY TAX	3,982.42
Total 5300 · BUILDING & MAINTENANCE	16,235.20
5400 · VEHICLE EXPENSES	
5412 · FUEL/VAN-TRUCK-WINN.	1,720.09
5414 · INSURANCE	10,574.03
5416 · LICENSES	506.20
5418 · MAINTENANCE	851.44
Total 5400 · VEHICLE EXPENSES	13,651.76
5500 · SURGERY CENTER EXP	
5512 · MEDICINE CLINIC	35,092.14
5514 · VET SERVICES PURCHASED	24,041.88
5516 · SUPPLIES CLINIC	27,183.24
5500 · SURGERY CENTER EXP - Other	-22.00
Total 5500 · SURGERY CENTER EXP	86,295.26

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Accrual Basis

**HUMANE SOCIETY OF ST LUCIE CO**  
**Profit & Loss Month**  
 October 2018 through September 2019

	Oct '18 - Sep 19
5600 · FUNDRAISING	
5617 · DOG WALK	761.27
5618 · FUR BALL	234.50
5620 · GENERAL FUND RAISING EXP	18,844.31
5621 · TREASURE COAST BBQ CHAMPIONSHIP	0.00
5622 · PLAQUES	19.49
5623 · PETCO	749.46
5624 · GOLF TOURNAMENT	8,629.04
5625 · BRICKS	627.76
5636 · VOLUNTEERS EXP.	433.00
5638 · FOSTER EXPENSE	1,203.10
5641 · Hurricane expence	0.00
5642 · PAWS FOR RECOVERY EXPENSE	300.00
5643 · CHESTNUT EXPENSE	1,179.08
5600 · FUNDRAISING - Other	495.00
Total 5600 · FUNDRAISING	33,476.01
5650 · MARKETING & PROMOTION	
5651 · PUBLIC RELATIONS/NEWSLETTER	
5654 · CHAMBER BASH EXPENSE	0.00
Total 5651 · PUBLIC RELATIONS/NEWSLETTER	0.00
5652 · MERCHANDISE	0.00
5653 · T-SHIRTS	725.60
5650 · MARKETING & PROMOTION - Other	100.00
Total 5650 · MARKETING & PROMOTION	825.60
5700 · CAPITAL EXPENDITURES	
5714 · CAPITAL EXPENDITURES-BUILDING	1,128.48
5716 · CAPITAL EXPENDITURES-SHELTER	51.97
5718 · CAPITAL EXPENDITURES-SURGERY	20,518.25
Total 5700 · CAPITAL EXPENDITURES	21,698.70
66900 · Reconciliation Discrepancies	-11.62
9015 · Payroll Expenses	8,989.33
Total Expense	1,177,804.93
Net Ordinary Income	-153,838.85
Other Income/Expense	
Other Income	
7000 · BEQUEST	72,752.88
Total Other Income	72,752.88



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Accrual Basis

HUMANE SOCIETY OF ST LUCIE CO  
**Profit & Loss Month**  
October 2018 through September 2019

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	Oct '18 - Sep 19
Net Other Income	72,752.88
Net Income	-81,085.97

	Current	1 - 30	31 - 60	61 - 90	> 90	TOTAL	
A & A SUPPLY	0.00	0.00	0.00	387.82	0.00	387.82	
ANIMAL EMERGENCY	0.00	0.00	500.00	1,205.00	0.00	1,705.00	
BOEHRINGER INGELHEIM	0.00	0.00	0.00	1,596.10	4,677.90	6,274.00	NEXGUARD
CENTERSTATE BANK OF FLORIDA	0.00	9,573.63	9,573.63	9,573.63	19,147.26	47,868.15	
CHRISTI MOLLET	0.00	0.00	87.12	0.00	0.00	87.12	
CITY OF PORT ST LUCIE	0.00	892.32	0.00	0.00	0.00	892.32	
COVETRUS NORTH AMERICA	0.00	0.00	0.00	6,802.45	25,551.49	32,353.94	
FCCI INSURANCE COMPANY	0.00	0.00	2,811.53	0.00	2,811.53	5,623.06	
FIRE EQUIPMENT SERVICE	0.00	109.00	0.00	0.00	0.00	109.00	
FIRST NATIONAL BANK OF OMAHA 8279	0.00	0.00	692.46	1,393.61	4,119.71	6,205.78	CREDIT CARD
FIRST NATIONAL BANK OMAHA 2414	0.00	0.00	0.00	685.74	1,937.82	2,623.56	CREDIT CARD
FL DEPT OF HEALTH RADIATION CONTROL	0.00	50.00	0.00	0.00	0.00	50.00	
FPL	0.00	2,825.76	0.00	0.00	0.00	2,825.76	
GARDNER LOCK SHOP	0.00	120.00	662.00	0.00	0.00	782.00	
GUARDIAN ALARM	0.00	0.00	0.00	0.00	299.60	299.60	
GUARDIAN HAWK SECURITY	0.00	0.00	421.00	0.00	0.00	421.00	
HAISLEY PET LOSS SERVICE	0.00	0.00	116.00	116.00	68.00	300.00	
HOLSINGER CONSULTING, LLC	0.00	0.00	0.00	0.00	95.00	95.00	WEBSITE - JOYCE
HOLY FAMILY VETERINARY HOSPITAL	0.00	0.00	125.00	125.00	0.00	250.00	
HOME DEPOT CREDIT SERVICES	0.00	0.00	44.27	31.89	244.69	320.85	
IDEXX DISTRIBUTION, INC	0.00	0.00	43.95	0.00	0.00	43.95	
IMAGENET CONSULTING	0.00	0.00	0.00	0.00	164.36	164.36	COPIERS SVC
JOHNSON CONTROLS SECURITY SOLUTIONS	0.00	0.00	0.00	1,545.17	0.00	1,545.17	
METRO FIRE PROTECTION SERVICES INC.	0.00	0.00	368.00	0.00	129.50	497.50	
MWI VETERINARY SUPPLY	2,254.45	243.41	0.00	0.00	0.00	2,497.86	
NETWORK INTEGRATION & CONSULTING	0.00	72.00	0.00	0.00	108.00	180.00	OUT IT GUY
PET ANGEL	0.00	0.00	0.00	0.00	215.60	215.60	
PETHEALTH SERVICES (USA) INC	0.00	0.00	0.00	0.00	3,998.60	3,998.60	
RADIATION DETECTION COMPANY, INC	0.00	0.00	0.00	81.60	263.20	344.80	
ROADRUNNER PHARMACY	0.00	0.00	0.00	0.00	307.80	307.80	
ROYAL CANIN USA, INC	0.00	0.00	0.00	0.00	61.47	61.47	
ST LUCIE COUNTY TAX COLLECTOR	115.85	0.00	0.00	0.00	0.00	115.85	VAN REG.
STAPLES	0.00	0.00	0.00	0.00	33.74	33.74	
TRACTOR SUPPLY COMPANY	0.00	0.00	34.50	34.93	129.48	198.91	
TYLANDER'S OFFICE SOLUTIONS	0.00	0.00	0.00	0.00	214.92	214.92	
VERIZON WIRELESS	0.00	123.99	266.71	0.00	0.00	390.70	
VETERINARY MEDICAL CENTER OF SLC	0.00	0.00	0.00	0.00	750.00	750.00	
WAKEBY FIRE & ASSOCIATES	0.00	0.00	500.00	2,643.62	2,975.84	6,119.46	FUNDRAISING MAILERS
WAL-MART COMMUNITY	0.00	296.80	0.00	35.17	0.00	331.97	
WASTE PRO	0.00	230.90	716.12	0.00	0.00	947.02	
WELLS FARGO VENDOR FIN SERVICE	0.00	1,007.00	1,007.00	0.00	2,105.50	4,119.50	COPIERS
WINDSTREAM COMMUNICATIONS	0.00	2,281.79	0.00	1,593.36	343.11	4,218.26	PHONES
WIZARD OF INK	0.00	0.00	69.00	287.50	0.00	356.50	
ZENITH INSURANCE COMPANY	0.00	2,027.00	0.00	0.00	0.00	2,027.00	WORKERS COMP N45
ZOETIS	0.00	0.00	0.00	172.50	275.44	447.94	
<b>TOTAL</b>	<b>2,370.30</b>	<b>19,853.60</b>	<b>18,038.29</b>	<b>28,311.09</b>	<b>71,029.56</b>	<b>139,602.84</b>	

# State of Florida



## Department of State

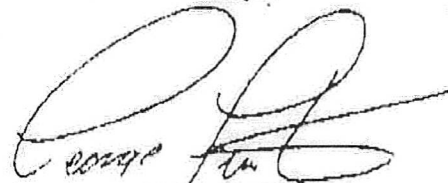
I certify that the attached is a true and correct copy of the Articles of Incorporation of HUMANE SOCIETY OF ST. LUCIE COUNTY, INC., filed in the Office of the Clerk of the Circuit Court of St. Lucie County, on December 29, 1955, coming into this office by Charter Only under the name of HUMANE SOCIETY OF ST. LUCIE COUNTY, INC., a corporation not for profit organized under the Laws of the State of Florida, filed on July 29, 1980, as shown by the records of this office.

The charter number for this corporation is 753518.



OSR 101 Rev. 5-78

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
31st day of July, 1980.

A handwritten signature in cursive script, appearing to read "George Firestone".

George Firestone  
Secretary of State



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of HUMANE SOCIETY OF ST. LUCIE COUNTY, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is 753518.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Eighth day of October, 2002



CR2EO22 (7-02)

A handwritten signature in black ink, reading "Jim Smith".

Jim Smith  
Secretary of State



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

October 8, 2002

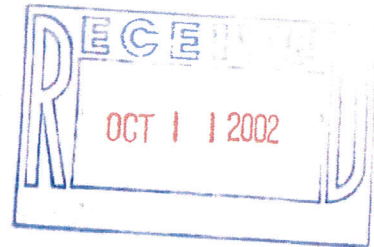
THE HUMANE SOCIETY OF SAINT LUCIE COUNTY, INC.  
ATTN: M.J. MORRIS  
P.O. BOX 3661  
FORT PIERCE, FL 34948

Pursuant to your recent inquiry, we are enclosing the certification you requested.

Should you have any questions regarding this matter you may contact our office at (850) 245-6053.

Gary Blankenbaker  
Certification Section

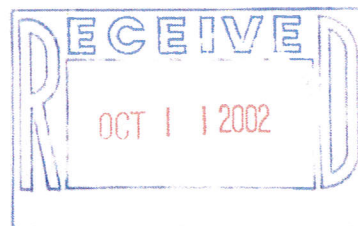
Letter No. 802A00056314



10/07/02 CORPORATE DETAIL RECORD SCREEN 4:17 PM  
NUM: 753518 ST:FL ACTIVE/FL NON-PROF FLD: 07/29/1980  
LAST: AMENDMENT FLD: 06/15/1987  
FEI#: 59-0836088  
NAME : HUMANE SOCIETY OF ST. LUCIE COUNTY, INC.  
PRINCIPAL: SAVANNAH ROAD CHANGED: 06/06/85  
ADDRESS PO BOX 3661  
FORT PIERCE, FL 34948-3661  
RA NAME : SERINO, KATHLEEN NAME CHG: 08/09/99  
RA ADDR : 2810 PLACID AVE ADDR CHG: 08/09/99  
FT. PIERCE, FL 34982 US  
ANN REP : (2000) A 01/20/00 (2001) A 01/31/01 (2002) A 03/28/02

10/07/02 EVENT DETAIL SCREEN 4:17 PM  
CORP NUMBER: 753518 CORP STATUS: ACTIVE  
FILED DATE : 07/29/1980  
CORP NAME : HUMANE SOCIETY OF ST. LUCIE COUNTY, INC.

EVENT TYPE	FILED DATE	EFFECTIVE DATE	DESCRIPTION
AMENDMENT	06/15/1987		



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FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

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Division of Corporations • 409 East Gaines Street • Tallahassee, FL 32399

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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JUL 29 9 01 AM '80  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
Aug 11  
Oct. 29, 1980  
W. J. Long  
J. J. Long

CHARTER

of

(A Corporation, not for profit)

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I.

The name of this corporation shall be Humane Society of St. Lucie County, Inc.; its business shall be carried on in the State of Florida, and particularly in St. Lucie County, and its principal place of business shall be Fort Pierce, St. Lucie County, Florida.

ARTICLE II.

The purposes of this corporation shall be as follows:

- (1) To provide effective means for the prevention of cruelty to animals, birds and fowl throughout the State of Florida and to enforce all laws heretofore and hereafter enacted for the protection of such animals, birds and fowl.
- (2) To furnish medical and other services for the care and protection of animals, birds and fowl that may come into the custody of the corporation; and to that end, to make reasonable charges for such services to cover the cost of the same, against those who make use of the services of the corporation.
- (3) To provide, insofar as possible, homes for all suitable animals, birds and fowl coming into the care or custody of the corporation; and to provide for the humane disposal of these animals, birds and fowl that are not suitable for placement or which cannot be placed within a reasonable time after coming into the custody of this corporation.
- (4) To erect and maintain one or more buildings; to acquire real and personal property, and to sell, lease, exchange, mortgage or otherwise acquire and dispose of property for the benefit of the corporation.

(5) To purchase, print, publish and circulate such tracts, books or papers as may be suitable and effective to promote the objects of the corporation; and to disseminate and provide for such publicity and advertising through the media of radio, television, newspapers, and otherwise, as shall effectuate the objects of the corporation and facilitate the education of the general public with reference thereto.

(6) To employ such agents and employees as are necessary and desirable to carry out the purposes and objectives of the corporation.

ARTICLE III.

All natural persons, groups or associations of persons, and corporations, are authorized to become members of this corporation, and upon the payment of the dues as provided in the by-laws of this corporation, shall be automatically admitted into membership of the corporation. The by-laws of the corporation may provide for different classes of membership, and for the dues, privileges and responsibilities of each class.

ARTICLE IV.

This corporation shall have perpetual existence, but should it ever be dissolved, its property shall be bequeathed to St. Louis County, Florida, after payments of its debts.

ARTICLE V.

The names and residences of the subscribers to this Charter are as follows:

<u>Mrs. Paul D. Lauer</u>	<u>Mrs. R. D. Johnston</u>
<u>John Milligan</u>	<u>Mrs. M. M. Blackman</u>
<u>Mr. J. R. McDaniel</u>	<u>Mr. Robert Martin</u>
<u>Mr. R. L. Higgins</u>	<u>Mr. R. H. McElroy</u>
<u>Mrs. Fern McPike</u>	<u>Donald Smith</u>
<u>James L. Perry</u>	
<u>James H. Gilchrist</u>	

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#### ARTICLE VI.

Section 1. The affairs of this corporation shall be managed by a Board of Directors of not less than three or more than twenty Directors, who shall be elected by the members of the corporation, in accordance with the by-laws, on the fourth Thursday in October of each year at 7:30 P.M. which shall be the date of the annual meeting for the election of said Directors.

Section 2. The officers of this corporation shall be a president, a first vice-president, a second vice-president, a recording secretary, a corresponding secretary, and a treasurer who shall be elected by the Board of Directors from their own number immediately following the annual meeting for the election of Directors; and said officers shall have such powers and duties, and limitations thereof, as shall be prescribed in the by-laws of the corporation.

Section 3. The retiring president of the corporation shall automatically become a member of the Board of Directors.

Section 4. The names of the Directors, and the officers, who shall manage the affairs of the corporation until the first election under this Charter shall be as follows:

Officers:	President	Mrs. Paul H. Sasser
	First Vice-President	John William
	Second Vice-President	Mrs. J. P. McDaniel
	Recording Secretary	Mrs. John H. Sasser
	Corresponding Secretary	Mrs. Tom Sasser
	Treasurer	Wm. H. Sasser
Directors:	Edward Gibson	Mrs. Robert Harris
	Mrs. R. W. Koblegard	Mrs. A. E. Johnston
	Mrs. M. F. Watkins	Charles T. Mcarty
	Thomas L. Perry	

#### ARTICLE VII.

The by-laws of this corporation shall be made and adopted at the first meeting of the Board of Directors by a majority vote and the by-laws may thereafter be altered, amended or rescinded by the members of the Board of Directors, as shall be prescribed in the by-laws.



ARTICLE VIII.

No incorporator or member of this corporation shall have any vested right, or interest or privileges of, in or to the assets, functions, affairs or franchises of this corporation which shall be transferable or inheritable or which shall continue after his or her membership ceases or while he or she is not in good standing.

ARTICLE IX.

Section 1. The amount of real property which the corporation may hold is the sum of \$150,000.00, subject always to the approval of the circuit judge.

Section 2. This corporation shall have the power to own, use and possess both real and personal property, to contract, to borrow money, to incur indebtedness, to issue bonds, promissory notes, bills of exchange and other obligations and evidences of indebtedness, whether secured by mortgage, pledge or otherwise, or unsecured, and shall have all other powers and privileges of non-profit corporations existing under the laws of the State of Florida.

IN WITNESS WHEREOF, the subscribers hereto have hereunto set their hands and seals this 30<sup>th</sup> day of November, 1955.

Mrs. Paul H. Lane (SEAL)  
John Wallace (SEAL)  
Wm. J. McDaniel (SEAL)  
Wm. W. Hays (SEAL)  
Wm. Tom McRae (SEAL)  
Thomas A. Pugh (SEAL)  
James H. Kibben (SEAL)  
Mrs. H. B. Johnston (SEAL)  
Wm. W. Hays (SEAL)  
Wm. H. Hays (SEAL)  
Wm. H. Hays (SEAL)  
Wm. H. Hays (SEAL)

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AFFID. VIT

STATE OF FLORIDA  
COUNTY OF SAINT LUCIE

On this day personally appeared before the undersigned, an officer of said State and County duly authorized by law to administer oaths and take acknowledgments, Russell Erratt to me well known and known to be one of the subscribers to the annexed proposed charter, who, being first duly sworn, deposes and says on oath that he is one of the subscribers to the annexed and foregoing proposed charter and that he and each and every one of the subscribers thereto subscribed to the same for the uses and purposes therein expressed and that it is intended in good faith to carry out the purposes and objects set forth in said proposed charter.

Russell Erratt

Sworn to and subscribed before me  
this 27<sup>th</sup> day of December, A. D. 1955.



Walter B. Dillon

Notary Public, State of Florida at Large  
My Commission Expires Aug. 30, 1958  
Pay, of the Amount Five & No. Dollars 00



IN THE CIRCUIT COURT OF THE FIFTH JUDICIAL CIRCUIT IN AND FOR ST. LUCIE COUNTY, FLORIDA.

IN THE MATTER OF  
THE INCORPORATION OF  
HUMANE SOCIETY  
OF ST. LUCIE COUNTY, INC.

.. .. .

ORDER APPROVING INCORPORATION

The within proposed Charter having been presented to the Court by a Petition of the persons desiring to incorporate the proposed corporation and the Court having examined the same and being advised in the premises, is of the opinion that such a Charter should be approved and granted.

IT IS, THEREFORE, ORDERED ADJUDGED AND DECREED by the Court that the within Charter is in proper form and for an object authorized by law and approved as the Charter of the HUMANE SOCIETY OF ST. LUCIE COUNTY, INC.

AND FURTHER, that the Clerk of the Court to and he is hereby ordered to record the said Charter as required by law.

DONE AND ORDERED at Fort Pierce, Florida, this 27 day of December, A. D. 1955.

  
Clerk of Court

FILED FOR RECORDED  
IN THE OFFICE OF THE CLERK OF THE COURT  
COUNTY OF ST. LUCIE, FLORIDA  
THIS 27th DAY OF DECEMBER 1955  
BY   
CLERK OF COURT

U. S. DEPARTMENT OF JUSTICE  
BUREAU OF PRISONS  
WASHINGTON, D. C.



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AFFIDAVIT

STATE OF FLORIDA  
COUNTY OF SAINT LUCIE

On this day personally appeared before the undersigned, an officer of said State and County duly authorized by law to administer oaths and take acknowledgments, Russell Krett to me well known and known to be one of the subscribers to the annexed proposed charter, who, being first duly sworn, deposes and says on oath that he is one of the subscribers to the annexed and foregoing proposed charter and that he and each and every one of the subscribers thereto subscribed to the same for the uses and purposes therein expressed and that it is intended in good faith to carry out the purposes and objects set forth in said proposed charter.

Russell Krett

Sworn to and subscribed before me  
this 27<sup>th</sup> day of December, A. D. 1955.



William B. Dillon  
Notary Public, State of Florida at Large  
My Commission Expires Aug. 26, 1958  
Not. 20 by Amendment No. 2 Chapter 20.



IN THE COUNTY COURT OF THE NINTH JUDICIAL CIRCUIT, ST. LUCIE COUNTY, FLORIDA.

IN THE MATTER OF  
THE INCORPORATION OF  
NUKANE SOCIETY  
OF ST. LUCIE COUNTY, INC.

.. .. .

ORDER APPROVING INCORPORATION

The within proposed Charter having been presented to the Court by a Petition of the persons desiring to incorporate the proposed corporation and the Court having examined the same and being advised in the premises, is of the opinion that such a Charter should be approved and granted,

IT IS, THEREFORE, ORDERED ADJUDGED AND DECREED by the Court that the within Charter is in proper form and for an object authorized by law and approved as the Charter of the NUKANE SOCIETY OF ST. LUCIE COUNTY, INC.

AND FURTHER, that the Clerk of the Court do and he is hereby ordered to record the said Charter as required by law.

DONE AND ORDERED at Fort Pierce, Florida, this 27 day of December, A. D. 1955.

  
Clerk of the Court

Check File No. 1760-1 Filed  
in the office of the Clerk of the Court  
County of St. Lucie Florida on the  
27th day of December, A. D.  
1955 at Fort Pierce  
Witness my hand and seal  
this 27th day of December, A. D.  
1955.  
W. S. HARRIS, Clerk  
County of St. Lucie Florida  
By W. S. Harris



OFFICERS & DIRECTORS OF HUMANE SOCIETY OF ST. LUCIE  
COUNTY, INC., for year Oct. 1, 1979 to Sept. 30, 1980

President	Mrs. Estelle G. Godfrey, 600 S. 10th St.	
Registered Agent	Fort Pierce, FL 33450	461-8511
Vice-Pres.	Mr. Roy Hudson 2602 South U.S. 1,	
	Fort Pierce, FL 33450	464-0270
Rec. Sec.	Mrs. W. H. Reed, 1221 Delaware Ave.,	
	Fort Pierce, FL 33450	461-8588
Treasurer	Mrs. Mildred Whitney, 210 SW Airoso Blvd.	
	Fort St. Lucie, FL 33452	878-0377
Corres. Sec.	Mrs. Errol Willes, 709 South 7th St.	
	Fort Pierce, FL 33450	461-2767
Directors:	Dr. Bert Gill, DVM, 8000 S. Fed. Hwy.	
	Fort St. Lucie, FL 33452	878-4818
	Mrs. Edw. Brunhoff, 1811 Bayshore Dr.	
	Fort Pierce, FL 33450	465-4965
	Mrs. John C. Hallam, 517 Beach Ct.,	
	Fort Pierce, FL 33450	461-8449
	Mrs. J. R. McDaniel, 3115 Sunrise Blvd.	
	Fort Pierce, FL 33450	461-7276
	Mr. Robert R. Lyons, 1703 Arizona Ave.	
	Fort Pierce, FL 33450	465-6488
	Mrs. Ewell Menge, 2823 Sunrise Blvd.	
	Fort Pierce, FL 33450	461-8203
	Mr. Bruce Moore, 120 Maple Ave.	
	Fort Pierce, FL 33450	465-3747
	Mr. Charles Nergard, 405 Abeto Lane	
	Port St. Lucie, FL 33452	878-1229
	Mrs. C. R. Sutton, 2251 North Fed. Hwy.	
	Fort Pierce, FL 33450	464-4791
	Mrs. H. E. Weber, 112 Entrada Ave.	
	Port St. Lucie, FL 33452	878-3221
	Mr. David Willbur, Jr., 1201 Birch St.	
	Fort Pierce, FL 33450	464-7272

STATE OF FLORIDA

COUNTY OF ST. LUCIE

Before me, a Notary Public in and for the State of Florida at Large, this day personally appeared Estelle G. Godfrey, who being first duly sworn, deposes and says: That she is President of the Humane Society of St. Lucie County, Inc. and as such she is authorized to make this affidavit; that the photostatic copy of the Charter of the Humane Society of St. Lucie County, Inc., with the certificate attached constitute all the chartered documents of said corporation.

Estelle G. Godfrey

Sworn to and subscribed before  
me this 27 day of July, 1980.

Bernice B. Sullivan  
Notary Public,  
In and for the State of Florida

Notary Public, State of Florida at Large  
Commission Expires Aug. 21, 1983  
By American Fire & Casualty Company



ARTICLES OF AMENDMENT  
of  
HUMANE SOCIETY OF ST. LUCIE COUNTY, INC.

FILED  
1987 JUN 15 PM 3:58  
CLERK OF THE CIRCUIT COURT  
ST. LUCIE COUNTY, FLORIDA

1. The Articles of Incorporation (Charter) of HUMANE SOCIETY OF ST. LUCIE COUNTY, INC., filed in the Office of the Clerk of the Circuit Court of St. Lucie County, on December 29, 1955, a corporation not for profit organized under the Laws of the State of Florida, filed on July 29, 1980, in the Office of the Secretary of State of the State of Florida (Charter No. 753518), are hereby amended as follows;

a. Article II is hereby amended by the addition of sub-section (7) to read:

(7) The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary, educational and for the prevention of cruelty to animals within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law. Notwithstanding any other provision of the articles, this organization shall not carry on any other activities not permitted to be carried on by any organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

b. Article IV is hereby amended to read:

ARTICLE IV

This corporation shall have perpetual existence, but in the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State or local government for exclusively public purpose.

c. Article IX is hereby amended by the deletion of Section 1 in its entirety, and the deletion of the designation "Section 2" preceeding the remainder of said Article.

2. The foregoing amendments were adopted by the Board of Directors of this not for profit corporation on June 9, 1987.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment, this 9th day of June, 1987.

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

STATE OF FLORIDA )  
COUNTY OF ST. LUCIE )

Before me, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared DR. JAMES P. RAAB and CYNTHIA L. BRYANT, known to me and by me to be the persons who executed the foregoing Articles of Amendment, and they acknowledged before me that they executed those Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 9th day of June, 1987.

\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
at Large.

My commission expires: Sept 16, 1987

# State of Florida



## Department of State

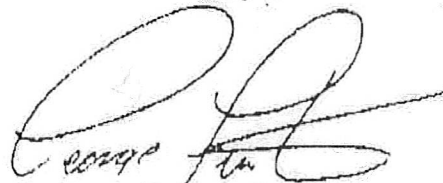
I certify that the attached is a true and correct copy of the Articles of Incorporation of HUMANE SOCIETY OF ST. LUCIE COUNTY, INC., filed in the Office of the Clerk of the Circuit Court of St. Lucie County, on December 29, 1955, coming into this office by Charter Only under the name of HUMANE SOCIETY OF ST. LUCIE COUNTY, INC., a corporation not for profit organized under the Laws of the State of Florida, filed on July 29, 1980, as shown by the records of this office.

The charter number for this corporation is 753518.



OER 101 Rev. 8-79

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
31st day of July, 1980.

A handwritten signature in cursive script, appearing to read "George Firestone".

George Firestone  
Secretary of State



# BOARD OF DIRECTORS BYLAWS

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**HUMANE SOCIETY OF ST. LUCIE COUNTY, INC.**  
**BYLAWS**

**ARTICLE I**

**MEMBERSHIP**

**Section 1. Membership:**

Any person may become a member of The Humane Society of St. Lucie County, Inc., upon a payment of the dues required for the membership desired. Classification and dues for the respective memberships shall be as follows:

Active	\$10.00 per Year
Sustaining	\$50.00 per Year
Life	\$300.00
Patron	\$500.00
Benefactor	\$1,000.00

Any person who contributes \$300.00 or more to the general uses of the Corporation, or with the approval of The Board of Directors, to a particular use or object, shall be enrolled as a Life Member and shall thereafter be exempt from the payment of further dues.

**Section 2. Power to drop Members:**

The Board of Directors shall have the power to drop from the membership roll, the name of any member who fails to pay his or her dues after he or she has received such notice as the rules the Board may provide, or for any cause found to be good and sufficient by a majority of the quorum present at a duly constituted Board meeting.

**Section 3. Dues:**

All Membership dues are due and payable by January 31<sup>st</sup> of each year.



## **ARTICLE II**

### **NAME, PURPOSE, AND RESTRICTIONS**

#### **Section 1. Name:**

The name of the association is The Humane Society of St. Lucie County, Inc. (HSSLC), a Florida nonprofit corporation that is tax-exempt under Section 501(c) (3) of the U. S. Internal Revenue Code. The association has also registered a fictitious name for marketing and fundraising purposes: "Second Chance Animal Shelters." Also for operating and marketing its Thrift Store, the fictitious name "Humane Society Thrift Store" has been registered.

#### **Section 2. Mission Statement**

THE HUMANE SOCIETY OF ST. LUCIE COUNTY, INC. IS A NATIONALLY ACCREDITED NON-PROFIT ORGANIZATION DEDICATED TO PROVIDING COMPASSIONATE CARE AND SAFE SHELTER FOR HOMELESS ANIMALS AND A RESOURCE FOR EDUCATION TO THE COMMUNITY ON RESPONSIBLE PET OWNERSHIP.

#### **Section 3. Restrictions**

All of the Humane Society Of St. Lucie County, Inc. policies and procedures will be consistent with applicable federal, state, and local regulation, or other legal requirements. As a nonprofit, tax-exempt organization, no part of the Humane Society Of St. Lucie County, Inc. net earnings will be to the benefit of any private individual.

## **ARTICLE III**

### **MEETINGS**

#### **Section 1. Annual Meeting.**

An annual member meeting may be held in October at a time and place designated by the Board of Directors with notice provided in writing or electronically at least fifteen (15) days in advance. This meeting, if held, will be for the purposes designated by the Board of Directors and for the transaction of other business.

## **Section 2: Special Meetings**

Special meetings of members may be called by the Chair of the Board or by a majority of the Board of Directors at any time, with notice of the time and place provided in writing or electronically at least fifteen (15) days in advance.

## **Section 3. Quorum:**

The quorum for the annual members meeting, or any special meeting is 50% +1 of the voting members entitled to vote on the matter. The requirement for a quorum may be cumulatively met when a mail or email vote is held in lieu of the annual meeting.

## **Section 4. Board Meetings:**

The Board of Directors shall usually meet on the second Monday of each and every month. However The Board of Directors may meet at whatever time and place it selects provided it holds regular monthly meetings. Notice of each Board meeting will be distributed at least seven (7) days prior to a meeting. This notice may be waived in the instance of an emergency meeting. The presence of a 50% +1 of Directors constitutes a quorum. A majority of votes is required to carry a matter whenever a quorum is present unless otherwise provided by these Bylaws. Proxy voting is not permitted. Directors may conduct meetings through the use of any means of communication by which all Directors participating may simultaneously hear each other during the meeting. Only currently serving directors and invited guests shall be permitted to attend or participate in Board meetings.

## **Section 5. Voting**

Unless otherwise provided by these bylaws, a simple majority of those voting at a meeting at which a quorum is present is required to adopt a matter. Member voting may also occur by mail or electronically, including email and text. There shall be no proxy voting

- A. Special Meetings. A majority of the Executive Committee or the Directors may call a special meeting upon written request to the Chair of the Board.
- B. Action Without Meeting. Any action to be taken at a Board meeting may be taken without a meeting if the following conditions are met.

- i. A written notice stating the action to be taken and the date and time by which Directors must respond is transmitted to each member of the board, and
- ii. Each member of the board, by the time stated in the notice, either:
  - Votes in writing for such action, votes in writing against such action, or abstains in writing from voting; or
  - Fails to respond or vote, and also fails to demand that action not be taken without a meeting.

## **ARTICLE IV**

### **OFFICERS**

#### **Section 1. Titles**

The officers of the Humane Society of St. Lucie County, Inc. are Chairperson of the Board, Vice Chairperson of the Board, Secretary, and Treasurer. The Executive Director is an employed, ex officio officer without vote.

#### **Section 2. Election and Term of Office**

Officers are elected from within the Board of Directors as soon as possible following the annual election of Directors. Officers serve a one-year term or until their successors are elected. No Director shall serve more than five (5) consecutive terms as Chair of the Board.

#### **Section 3. Duties**

Officers perform those duties that are customary to their positions and that are assigned to them by the Board, as described in established Board policy.

#### **Section 4. Vacancies**

If a vacancy occurs in the Chair of the Board position, the Vice Chair of the Board will automatically assume the office for the remainder of that term before fulfilling his or her own term. Vacancies in other officer positions for any reason shall be filled by Board appointment at the next general meeting.

#### **Section 5. Compensation**

With the exception of the employed Executive Director, Officers do not receive compensation for their services but may be reimbursed for expenses according to established reimbursement policies.

## **Section 6. Removal**

The Board may remove an Officer, at any time, with or without cause by a two-thirds vote of the Board.

## **Section 7. Chairperson:**

He / She shall preside over all meetings of the Humane Society of St. Lucie County, Inc., the Board of Directors and the Executive Committee. He / She shall be a member ex-officio of all committees. The Chairperson shall appoint all committee chairpersons and committee members. The Chairperson, Vice Chairperson or Treasurer shall sign all written contracts and obligations of the Humane Society of St. Lucie County, Inc. which instruments must have prior approval of The Board of Directors.

## **Section 8. Vice Chairperson:**

The Vice Chairperson shall be vested with all of the duties of the Chairperson in the absence or disability of the Chairperson.

## **Section 9. Secretary:**

The Secretary shall record the minutes of the meetings of the Board of Directors, the Executive Committee, The Annual Membership Meeting and any Special Meetings. At the discretion of the Chairperson and the Secretary, a designee may be appointed to record minutes for special meetings or committee meetings. The Secretary shall serve all notices of the Corporation and shall have charge of such books and papers as The Board may direct and shall attend to such correspondence and other duties incidental to the office as assigned by the Chairperson and / or The Board of Directors.

## **Section 10. Treasurer:**

The Treasurer shall be responsible for ensuring that all books of accounts, securities and monies of the Corporation are maintained under the supervision of a Certified Public Accountant (CPA); the CPA firm shall be selected by The Board of Directors. If an audit, review or compilation is performed at the end of each fiscal year, the results shall be reviewed with the Board at a regular Board Meeting, by a member of the CPA group that performed the audit, review or compilation. All such records shall be preserved among the records of the Corporation. All checks, drafts, notes and orders for the payment of money must be signed by any two of the following (two signatures required on all of these instruments): The Chairperson, Treasurer, Secretary, Vice Chairperson or The Executive Director.

## **ARTICLE V**

### **BOARD OF DIRECTORS**

#### **Section 1. Authority**

The Humane Society of St. Lucie County, Inc.'s governing body is the Board of Directors, which has authority and is responsible for the governance of the Humane Society. The Board shall adopt such rules and regulations for the conduct of their meetings and the management of the affairs of the corporation as they deem proper. The Board establishes policy and monitors implementation of policy by the Humane Society of St. Lucie County, Inc. employed staff under the direction of the Executive Director.

#### **Section 2. Election and Term of Office**

Officers are elected from within the Board of Directors. Officers serve a one-year term or until their successors are elected. No Director shall serve more than five (5) consecutive terms as Chair of the Board.

#### **Section 3. Composition**

The Board of Directors will have no less than five (5) members and no more than thirteen (13) members.

#### **Section 4. Duties**

Officers perform those duties that are customary to their positions and that are assigned to them by the Board, as described in established Board policy. Duties that would normally be performed by an Executive Director, as directed by the Board of Directors, shall be performed by the Chairperson of the Board, in the absence of an Executive Director.

#### **Section 5. Ex officio Directors**

The Board of Directors may, from time to time, elect one or more ex officio or honorary directors of this corporation who shall be advisory members of the Board of Directors of this corporation. Any such election shall be for such term and based on such criteria as the Board of Directors from time to time deems appropriate. All ex officio or honorary directors shall be non-voting directors of this corporation.

#### **Section 6. Election and Term of Office of Members of The Board of Directors:**

Directors are nominated and elected according to the election policies and procedures established by the Board. Elections may be conducted by written ballot, electronically, or at the annual business meeting. Directors serve staggered terms of three years with approximately one-third of the Directors elected each year. No Director may serve more than **five (5)** consecutive, three year terms.

### **Section 7. Vacancies:**

A vacancy for any reason may be filled for the unexpired portion of the term by a majority vote of remaining Directors according to Board policy. A Director, so appointed, may serve **five (5)** full three (3)-year terms in addition to the partial term of the appointment.

### **Section 8. Rules and Regulations:**

The Board of Directors shall adopt such rules and regulations for the conduct of their meetings and the management of the affairs of the Corporation as they may deem proper, provided they are not inconsistent with the laws of The State of Florida, The Charter of The Corporation or these By-Laws.

### **Section 9. Meetings:**

As a general guideline, The Board of Directors meets on the second Monday of each and every month. However The Board of Directors may meet at whatever time and place it selects as long as it holds regular monthly meetings. A regular general meeting will not be held in the month of October. Date and time to be determined by majority vote of members in good standing. Notice of each meeting will be distributed at least seven (7) days prior to a meeting. The presence of a majority +1 of Directors constitutes a quorum; a majority of votes is required to carry a matter whenever a quorum is present unless otherwise provided by these Bylaws. Proxy voting is not permitted. Directors may conduct meetings through the use of any means of communication by which all Directors participating may simultaneously hear each other during the meeting.

### **Section 10. Appointment of Agents or Employees:**

The Board of Directors may from time to time appoint such agents or employees (only those reporting directly to the Board) of The Corporation as they may deem necessary. The Board of Directors shall fix the salaries or compensation of such agents or employees appointed by The Board.

### **Section 11. Authority for Borrowing Money:**

The Board of Directors may from time to time, in its best judgment, authorize and direct the Chairperson or Treasurer to borrow such sum or sums of money as it may deem necessary.

### **Section 12. Absences:**

Three (3) consecutive absences or three (3) Non-Consecutive Absences without sufficient reason within a period of one (1) year, by an individual member from regularly scheduled meetings of The Board of Directors shall be cause for dismissal of said member.

### **Section 13. Termination:**

Any member of The Board of Directors who conducts an unethical, illegal or non-compassionate act will be asked to resign their position. A majority vote of The Board of Directors will be considered to constitute a resignation.

#### **Section 14. Compensation**

Directors do not receive compensation for their services, but may be reimbursed for expenses according to established reimbursement policies.

### **ARTICLE VI**

#### **EXECUTIVE COMMITTEE**

##### **Section 1. Organization:**

The Executive Committee shall consist of the Chairperson, Vice Chairperson, Secretary, and the Treasurer. Any vacancy which may occur on The Executive Committee shall be filled by a majority vote of the remaining members of The Board of Directors. The Executive Committee may appoint one additional Board Member to the Executive Committee.

##### **Section 2. Authority and Duties:**

The Executive Committee shall have and exercise all the authority of The Board of Directors when The Board is not in session. It shall keep a record of all its proceedings and report the same at the next regular meeting of The Board of Directors.

##### **Section 3. Meetings:**

The Executive Committee shall meet at the call of the Chairperson, or in the absence of the Chairperson, the Vice Chairperson. Minutes of the meetings of The Executive Committee shall always be open to the inspection of any member of The Board of Directors.

### **ARTICLE VII**

#### **MISCELLANEOUS**

##### **Section 1. Execution of Instruments:**

All deeds shall be signed by the Chairperson or Vice Chairperson, when authorized by The Board of Directors. Contracts and agreements shall be signed by the Chairperson and / or the Vice Chairperson, or Treasurer, when authorized by the Finance Committee (\$5,000 limit), The Executive Committee or The Board of Directors.

## **Section 2. Power of Contract:**

Except as provided for in these By-Laws, no officer, employee or agent of The Corporation shall have the power to make any contract or incur any indebtedness, liability or responsibility or pledge the credit of The Corporation or sign its name to any bond, contract or agreement or otherwise obligate the Corporation except as authorized by The Board of Directors.

## **Section 3. Auditing:**

At the option of the Board of Directors there may be an audit, review or compilation of all books of account, securities and money of the Corporation certified by a Certified Public Accountant to be selected by The Board of Directors and the results shall be presented by a member of the CPA firm at a regularly scheduled meeting of the Board of Directors. All such reports shall be preserved among the records of The Corporation.

# **ARTICLE VIII**

## **SPECIAL PROVISIONS**

### **Section 1. Indemnification**

To the extent permitted by law, the Humane Society of St. Lucie County, Inc. will indemnify, defend and hold harmless the employees, volunteers, officers, directors, and committee members against the claims of third parties for any acts performed in good faith and in furtherance of the Humane Society of St. Lucie County, Inc.'s business.

### **Section 2. Fiscal year**

The Humane Society of St. Lucie County, Inc. fiscal year begins on October 1 of each year and ends on September 30 of the following year.

### **Section 3. Rules**

- A. Authority. The Board of Directors may establish policies and rules consistent with these Bylaws to guide the procedures and programs of the Humane Society of St. Lucie County, Inc.
- B. Procedures for Discussion and Decisions. The Board will follow Robert's Rules of Order Newly Revised, 11th ed., to resolve any question about rules for procedure and order.



## **ARTICLE IX**

### **COMMITTEES**

#### **Section 1. Standing Committees:**

The Chairperson shall appoint the Committee Chairperson and Members of each of the Standing Committees and any ad-hoc committees as needed. The Standing Committee Members will serve for a term of one (1) year or until their successors are appointed. The Standing Committees are as follows:

- A. The Board of Directors acting as a committee of the whole designated as the Governance Committee in conjunction with the Executive Committee.
- B. Marketing and Fundraising Committee
- C. Such other Standing Committees that may be created by the Board of Directors.

#### **Section 2: Other Committees:**

The Board of Directors may create or disband such additional committees, including ad hoc committees, as needed.

#### **Section 3. Committee Procedures**

The Chair of the Board is responsible for appointing all committee chairs, unless otherwise provided in these Bylaws. The Chairperson of the Board shall serve as Chairperson of the Executive Committee and act as ex-officio member of all other committees. The operating procedures of all committees will be approved by the Board and be subject to annual review.

#### **Section 4. Committee Authority:**

No committee shall have the authority to commit the Humane Society of St. Lucie County, Inc. on matters of policy or to create financial obligations. All committee plans and actions shall be subject to the approval of the Board of Directors. Budgets for the committees must be submitted to The Board for approval before any expenditures may be made.

## **ARTICLE X**

### **AMENDMENT OF BYLAWS**

#### **Section 1. Amendments**

The Chair or the Executive Committee may propose amendments to the bylaws at any time to add, change, or delete a provision. Such amendments may be adopted by a majority vote of the Directors

present at meeting of the Board of Directors, provided that said proposed changes have been made available to the Board for review prior to adoption.

## **Section 2. Proposal By Members**

Members may propose amendments to the bylaws to the Board of Directors by a petition submitted by at least 10% of the Regular members. If a petition is received by the Board the procedures in Section 1 above shall apply.